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 Mary Ellen Tully

Attorneys for Cosimo Borrelli, as Joint and Several
 Liquidator of AgfaPhoto Hong Kong Limited
 (In Member's Voluntary Liquidation)

UNITED STATES DISTRICT COURT
 DISTRICT OF NEW JERSEY

-----	X	
)	
FUJIFILM CORPORATION)	Civil Action
)	
Plaintiff,)	No. 05cv1863 (KSH)(PS)
)	
v.)	
)	
JACK C. BENUN,)	
JAZZ PRODUCTS LLC,)	
POLYTECH ENTERPRISE LTD., AND)	
POLYTECH CAMERA (SHENZHEN) CO. LTD.,)	
)	
Defendants.)	
-----	X	

**DECLARATION OF IRENA GOLDSTEIN IN SUPPORT OF THE
 MEMORANDUM OF LAW OF COSIMO BORRELLI, AS JOINT AND
 SEVERAL LIQUIDATOR OF AGFAPHOTO HONG KONG LIMITED (IN
 MEMBER'S VOLUNTARY LIQUIDATION) IN RESPONSE TO PLAINTIFF
 FUJIFILM CORPORATION'S MOTION TO EXECUTE ON THE FINAL ORDER
 AND JUDGMENT AND DIRECT THE JAZZ PHOTO CORP. LIQUIDATING
 TRUSTEE TO RELEASE THE ATTACHED FUNDS TO PLAINTIFF AND THE
 OPPOSITION OF PLAINTIFF AND RESPONSE OF DEFENDANT POLYTECH
 ENTERPRISE LTD. TO MOTION TO VACATE WRIT OF ATTACHMENT**

I, Irena Goldstein, declare:

1. I offer this declaration in support of that certain Memorandum of Law of Cosimo Borrelli, as Joint and Several Liquidator of AgfaPhoto Hong Kong Limited (In Member's Voluntary Liquidation) ("Agfa") in Response to Plaintiff Fujifilm Corporation's (A) Motion to Execute on the Final Order and Judgment and Direct the Jazz Photo Corp. Liquidating Trustee to Release the Attached Funds to Plaintiff and (B) Opposition to Motion to Vacate Writ of Attachment. I am a partner of Dewey & LeBoeuf LLP, which represents Agfa in this action.

2. Exhibit A is a true and correct copy of that certain financing statement filed by Agfa in Washington, D.C. on August 25, 2009 in respect of that certain Credit and Security Agreement between Agfa and Polytech, dated as of March 24, 2005. Exhibit B is a true and correct copy of that certain letter from John Peterson, counsel for Polytech, to Irena Goldstein, dated March 11, 2009.

3. I hereby declare that all statements made herein of my own knowledge are true and that all statements made upon information and belief are believed to be true and further, that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code.

Signed this September 1, 2009



Irena Goldstein

EXHIBIT A

(Financing Statement)

COPY

Doc# 2009034364
 Filed & Recorded
 08/25/2009 3:28PM
 LARRY TODD
 RECORDER OF DEEDS
 WASH DC RECORDER OF DEEDS
 SURCHARGE \$ 6.50
 UCCRECORD \$ 40.00
 Total: \$ 46.50

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

After Filing Return To:
CT CORPORATION
 Attn: Sean Becker
 4400 Easton Commons Way, Suite 125
 Columbus, OH 43219

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME Polytech Enterprises Limited			
OR	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
1c. MAILING ADDRESS Flat A & B, Unit 15F, Young Ya Industrial Bldg, 391-389 Shai Tsei Rd.		CITY Tsuen Wan, N.T.	STATE POSTAL CODE COUNTRY HK
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION Hong Kong
			1g. ORGANIZATIONAL ID #, if any <input checked="" type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME			
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
2c. MAILING ADDRESS		CITY	STATE POSTAL CODE COUNTRY
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION
			2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME Cosimo Borrelli, as Joint and Several Liquidator of AgfaPhoto Hong Kong Limited (In Member's Voluntary Liquidation)			
OR	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
3c. MAILING ADDRESS 1401, Level 14, Tower 1, Admiralty Centre, 18 Harcourt Rd		CITY	STATE POSTAL CODE COUNTRY HK

4. This FINANCING STATEMENT covers the following collateral:

Administrative claim of Polytech Enterprises Limited ("Polytech") against the bankruptcy estate of Jazz Photo Corp. (Case No. 03-26565-MS) (Bankr. D. N.J.) (the "Administrative Claim"), all of Polytech's current and future accounts receivable (the "Receivables"), and all proceeds of the Administrative Claim and Receivables.

5. ALTERNATIVE DESIGNATION (if applicable)	LESSOR/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILO	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. This FINANCING STATEMENT is to be filed (or recorded) in the REAL ESTATE RECORDS (if applicable) (ADDITIONAL FEE)				7. Check to REQUEST SEARCH REPORT(s) on Debtor(s)		
8. OPTIONAL FILER REFERENCE DATA Washington, DC				7639369		

FILING OFFICE COPY — UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)
 NYUCCFINAT - 12/10/2002 C.T. System Online

EXHIBIT B

(Letter)

JOHN M. PETERSON (NY BAR)
GEORGE W. THOMPSON (NY & DC BARS)
MARGARET R. POLITO (NY BAR)
MICHAEL K. TOMENGA (DC BAR)
LAWRENCE J. BOGARD (DC BAR)
JOHN A. DETZNER (DC & IL BARS)
MATTHEW G. SHAW (NY & NJ BARS)
MARIA E. CELIS (NY & DC BARS)
MICHAEL T. CONE (NY BAR)
CASEY K. RICHTER (MD BAR)
OF COUNSEL
RALPH COTI (NY, NJ & DC BARS)

NEVILLE PETERSON LLP

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(1932-1995)

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March 11, 2009

Our File: 1014-01

BY ELECTRONIC MAIL

Irena Goldstein, Esq.
Dewey & Lebov LLP
1301 Avenue of the Americas
New York, NY 10019

Re: Jazz Photo Corporation Bankruptcy: Amounts Owed to AGFA

Dear Ms. Goldstein,

This summarizes the substance of our recent discussion concerning amounts owed by the Jazz Photo Corporation bankruptcy estate to your client, the liquidating trustee of AGFA Hong Kong. As we previously discussed, our judgment is that the United States bankruptcy Court for the District of New Jersey made a specific determination that certain amounts from the bankruptcy estate were to be paid to AGFA, and directed that such payments be made upon application from the company's attorneys. Although the United States District Court for the District of New Jersey subsequently ordered the attachment of certain funds which the Jazz Photo bankruptcy estate owed to our client, Polytech Enterprise (H.K.) Ltd., our understanding is that the attachment order did not extend to the funds owed to AGFA.

We had previously discussed the matter with Michael Sirota, Esq., counsel for the Jazz Photo bankruptcy trustee. He indicated that while he would want to reconfirm with the Bankruptcy Court that the amounts owed to AGFA could be paid, he did not believe that the attachment order issued by the District Court affected AGFA's funds.

I recently had the opportunity to meet with Lawrence Rosenthal, Esq., of Stroock, Stroock and Lavan, counsel for Fuji Photo Film, Co., to prepare for the upcoming trial of that company's patent infringement suit against our clients. During that conversation, Mr. Rosenthal agreed that the Bankruptcy Court had made an award of certain funds to AGFA, that AGFA was entitled to those funds. He also appeared to agree that the District Court's Order of Attachment did

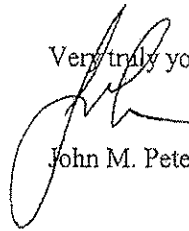
NEVILLE PETERSON LLP

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not cover those funds, and that Fuji had no basis to block the payout of the funds. Accordingly, should AGFA make application to the bankruptcy trustee for payment of sums awarded by the bankruptcy court, we would not anticipate any difficulty in having those payments made.

Please do not hesitate to call if you have any questions regarding this matter. Best regards.

Very truly yours,

A handwritten signature in black ink, appearing to read 'John M. Peterson', is written over the typed name.

John M. Peterson

cc: Mr. Jack C. Benun